

**UNITED STATES BANKRUPTCY COURT
SOUTHER DISTRICT OF NEW YORK**

_____	:	
<i>In re</i>	:	Chapter 11 Case No.
	:	
GENERAL MOTORS CORP., et al	:	09-50026 (REG)
	:	
<i>Debtors</i>	:	(Jointly Administered)
	:	
_____	:	

**RESPONSE TO OMNIBUS MOTION OF DEBTORS FOR
ENTRY OF ORDER PURSUANT TO 11 U.S.C. §§ 105 AND 365 AUTHORIZING (A)
THE REJECTION OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES WITH
CERTAIN DOMESTIC DEALERS AND (B) GRANTING CERTAIN RELATED RELIEF**

TO THE HONORABLE ROBERT E. GERBER
UNITED STATES BANKRUPTCY JUDGE

Comes now Terry Gage Chervrolet-Oldsmobile, Inc., (“**TGCO**”) by its lawyer, Jerry D. Patterson, for its response to the omnibus motion of General Motors (“**GM**”) et al, and respectfully states:

1. TGCO denies the allegations contained paragraph one of the omnibus motion, in addition to its three sub-parts.

2. TGCO does not have sufficient information with which to form an opinion as to the truth of the allegations stated in paragraph two of the omnibus motion and, therefore, denies them.

Jurisdiction

3. TGCO admits the allegations contained in paragraph three of the omnibus motion.

Preliminary Statement

4. TGCO does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph four of the omnibus motion and, therefore, denies

them.

5. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph five of the omnibus motion and, therefore, denies them.

6. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph six of the omnibus motion and, therefore, denies them.

7. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph seven of the omnibus motion and, therefore, denies them.

8 TGC0 admits it was offered a “Wind-Down Agreement” but denies the remaining allegations contained in paragraph eight of the omnibus motion.

9. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph nine of the omnibus motion and, therefore, denies them.

10. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph ten of the omnibus motion and, therefore, denies them.

11. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph eleven of the omnibus motion and, therefore, denies them.

Facts Relevant to Motion

12. TGC0 admits the allegations contained in the first sentence of paragraph twelve of

of the omnibus motion. However, not having sufficient information with which to form an opinion as to the truth of the remaining allegations in this paragraph, denies them.

13. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph thirteen of the omnibus motion and, therefore, denies them.

14. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph fourteen of the omnibus motion and, therefore, denies them.

15. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph fifteen of the omnibus motion and, therefore, denies them.

16. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph sixteen of the omnibus motion and, therefore, denies them.

17. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph seventeen of the omnibus motion and, therefore, denies them.

18. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph eighteen of the omnibus motion and, therefore, denies them.

19. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph nineteen of the omnibus motion and, therefore, denies them.

20. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph twenty of the omnibus motion and, therefore, denies them.

21. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph twenty-one of the omnibus motion and, therefore, denies them.

22. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph twenty-two of the omnibus motion and, therefore, denies them.

23. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph twenty-three of the omnibus motion and, therefore, denies them.

24. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph twenty-four of the omnibus motion and, therefore, denies them.

25. TGC0 admits the allegations contained in paragraph twenty-five of the omnibus motion, except for the allegations contained in the last full sentence of this paragraph all of which are denied.

26. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph twenty-six of the omnibus motion and, therefore, denies them.

27. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph twenty-seven of the omnibus motion and, therefore,

denies them.

28. TGC0 admits the allegations contained in paragraph twenty-eight of the omnibus motion.

29. TGC0 admits the allegations contained in paragraph twenty-nine of the omnibus motion.

30. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph thirty of the omnibus motion and, therefore, denies them.

31. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph thirty-one of the omnibus motion and, therefore, denies them.

32. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph thirty-two of the omnibus motion and, therefore, denies them.

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\ 40. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph forty of the omnibus motion and, therefore, denies them.

41. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph forty-one of the omnibus motion and, therefore, denies them.

42. TGC0 does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph forty-two of the omnibus motion and, therefore, denies them.

43. TGC0 does not have sufficient information with which to form an opinion as to the

truth of the allegations contained in paragraph forty-three of the omnibus motion and, therefore, denies them.

44. TGCO does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph forty-four of the omnibus motion and, therefore, denies them.

45. TGCO does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph forty-five of the omnibus motion and, therefore, denies them.

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47. TGCO does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph forty-seven of the omnibus motion and, therefore, denies them.

48. TGCO does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph forty-eight of the omnibus motion and, therefore, denies them.

49. TGCO does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph forty-nine of the omnibus motion or its several sub-parts and, therefore, denies them.

50. TGCO admits receiving notice as stated in paragraph fifty of the omnibus motion. However, not having sufficient information with which to form an opinion as to the truth of the remaining allegations contained in this paragraph, TGCO denies them.

51. TGO does not have sufficient information with which to form an opinion as to the truth of the allegations contained in paragraph fifty-one and, therefore, denies them.

WHEREFORE TGO prays that the omnibus motion and the relief sought thereunder be denied. FURTHER, TGO respectfully request all other property relief to which it is entitled.

Dated: Marshall, Arkansas
July 8, 2009

/s/ Jerry D. Patterson

Jerry D. Patterson

Attorney at Law

P.O. Box 629

Marshall, AR 72650

Telephone: (870) 448-5112

Facsimile: (870) 448-3670

Attorney for Dealer: Terry Gage
Chevrolet-Oldsmobile, Inc.

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